the X-MEN

APPROVED BY THE COMICS CODE AUTHORITY

IND.

15 DEC

MARVEL COMICS GROUP 12¢

EXTRA: IN THIS EPIC!

"The ORIGIN of The BEAST!"

KIRBY + AYERS

X-MEN! THE MOST UNUSUAL FIGHTING TEAM OF ALL TIME!

"PRISONERS OF THE MYSTERIOUS MASTER MOLD!"

THE SENTINELS HAVE SPOTTED US! WE'RE UNDER ATTACK!

THAT SEEMS TO BE PAINFULLY OBVIOUS RIGHT NOW!

OUR STRANGE SAGA SO FAR:

SEARCHING FOR THE UNHUMAN SENTINELS WHO WERE BUILT BY DR. BOLIVAR TRASK FOR THE PURPOSE OF FINDING AND DESTROYING MUTANTS, THE X-MEN STUMBLE ONTO THE SENTINELS' HIDDEN FORTRESS! AND THEN, WHILE THE FANATICAL DR. TRASK IS A PRISONER OF HIS OWN MONSTROUS SENTINELS (WHO HAVE REBELLED AGAINST HIS AUTHORITY), THE X-MEN'S DEADLY ORDEAL BEGINS....!

THE PROFESSOR! WE'VE GOT TO PROTECT HIM! FAST!!

WOW-EEE! THEY'RE GOIN' ALL OUT TO FINISH US OFF!

I AM UNHURT! YOUR MAIN OBJECTIVE IS TO STRIKE BACK AT THE SENTINELS!

BUT THERE ARE SO MANY OF THEM--AND THEY'RE SO POWERFUL!

LET'S HEAR IT FOR THESE MARVEL STALWARTS WHO'LL BE WORKING OVERTIME FROM NOW ON TO BRING THESE ADVENTURES TO YOU MONTHLY...

SMILIN' STAN LEE, WRITER
JOLLY JACK KIRBY, DESIGNER
JOVIAL JAY GAVIN, PENCILER
DARLIN' DICK AYERS, INKER
ADORABLE ARTIE SIMEK, LETTERER

1

(c) 2009 Marvel Characters, Inc. All rights reserved.

ANGEL!! THAT CHASM-- BEHIND THE PROFESSOR!! HURRY--!!

HOLD ON, SIR! I WON'T LET YOU FALL!!

I TOLD YOU--DO NOT LET ME HAMPER YOUR BATTLE STRATEGY! I'M NOT AS HELPLESS AS YOU MAY THINK!

BUT, SIR...

NO BUTS! YOU'RE ALL IN THE GRAVEST OF DANGER! PROTECT YOURSELVES!

I WONDER HOW THE PROFESSOR WOULD HAVE SAVED HIMSELF IF--UH OH!

NO TIME TO WORRY ABOUT THAT NOW! IF ANY OF THESE CAREENING BOULDERS DENT MY NOBLE CRANIUM, IT'LL BE BYE-BYE BEAST!

IF THOSE SENTINELS ARE POWERFUL ENOUGH TO MAKE NATURE GO WILD THIS WAY, THEN THE PROFESSOR WAS RIGHT ABOUT THE IMPENDING DANGER!

WHOOSH

HOLY SMOKE! THE GROUND IS OPENING UP RIGHT UNDER MY FEET!

FOR ONCE I ENVY THE ANGEL!! AT LEAST HE CAN FLY!

KRRRAKKK!

BUT, THERE'S ONE THING I CAN DO--!

BEING ABLE TO BUILD MY OWN ICE BRIDGE COMES IN PRETTY HANDY SOMETIMES!

ICEMAN!! ALL OF YOU! MOVE!!

HEAD FOR HIGH GROUND! YOU'RE IN JEOPARDY EVERY SECOND YOU REMAIN WHERE YOU ARE!

HIS BRAIN NEVER STOPS! SOMEHOW, I'LL BET HE COULD HAVE SAVED HIMSELF!

HANK! YOU HEARD THE PROF! KEEP MOVING!

TUT TUT, DEPUTY LEADER! HAVE YOU NO REGARD FOR CHIVALRY? I MERELY PAUSED TO OFFER ASSISTANCE TO YON DAMSEL IN DISTRESS!

I'M HARDLY A DAMSEL IN DISTRESS, MR. McCOY! IF YOU'LL KINDLY STEP ASIDE...

--I SHALL LEVITATE MYSELF OUT OF DANGER, TELEKINETICALLY! OR, HAVE YOU FORGOTTEN WHY I'M CALLED MARVEL GIRL?

AHH, HOW I LONG FOR THE OLDEN DAYS WHEN MAIDENS FAINTED AT THE DROP OF A HAT!

IF YOU DON'T START CLIMBING, HANK, YOU'RE LIABLE NOT TO BE AROUND FOR ANY NEWER DAYS!

HOW ABOUT THIS ICE LADDER OF MINE, CYKE? BOY, WOULDN'T WE MAKE DANDY, FIREMEN!!

CLAM UP! KEEP CLIMBING! SAVE YOUR ENERGY!

NAHH! OL' PARTY POOP!

MINUTES LATER...

WE SEEM TO HAVE CLIMBED OUT OF EFFECTIVE RANGE OF THEIR NATURE ACTIVATOR RAYS!

BUT, WE'VE GOT TO INVADE THAT FORTRESS BEFORE THEY CAN LAUNCH A NEW ATTACK AGAINST US!

AND, MOST IMPORTANT OF ALL, WE MUST LEARN WHAT WAS MEANT BY THE WORDS "MASTER MOLD"!

THEY'RE STILL FIRING! IF WE HADN'T CLIMBED TO SAFETY, WE'D BE FINISHED!

BUH-TANNG! BUH-TANNG!

WHOOM!

HOW DO WE GET *IN* THERE, SIR? IT LOOKS *IMPOSSIBLE!*

I'VE SPENT *YEARS* DRUMMING INTO YOU-- *NOTHING* IS IMPOSSIBLE.!!

IF I COULD ONLY LEARN *WHY* THAT SENTINEL TOPPLED OVER IN THE TV STUDIO!!*

WHAT GOOD WOULD *THAT* DO?

IT PROVES THEY HAVE A *WEAK SPOT!* AND OUR *LIVES* MAY DEPEND ON *FINDING* IT!

*REMEMBER WHEN IT HAPPENED LAST ISH.?? -- STAN.

YOUR *FIRST* TASK IS TO GET ACROSS THE CHASM! *ICEMAN*-- PLAN "G"!

YES, *SIR!* I'LL HAVE THE GLIDER BUILT IN NO TIME!

GOOD WORK, BOBBY! NOW *I'LL* SUPPLY THE MOTIVE POWER!

HOLD TIGHT, FELLAS! I'LL HAVE TO APPLY NEARLY *MAXIMUM* POWER!!

SHOOT THE WORKS, CYKE! WE'RE BIG BOYS NOW!

THIS DOESN'T SEEM VERY *DIGNIFIED,* BUT I SUPPOSE IT'S NECESSARY!

ARE YOU SURE YOU CAN *DO* IT, SCOTT?

IT *HAS* TO BE DONE!! SO, I'LL *DO* IT!

REMEMBER, SCOTT-- IT MUST BE PERFECT THE *FIRST* TIME!

SLOWLY, CALMLY, CYCLOPS ESTIMATES THE AMOUNT OF POWER BLAST ENERGY HE'LL NEED! THEN, AS HIS EYES BEGIN TO CLOSE, HIS *VISOR* STARTS TO RISE...

HIGHER AND HIGHER GOES THE VISOR, UNTIL IT IS COMPLETELY *OPEN!* BUT, STILL THE MOST DANGEROUS EYES IN ALL THE WORLD REMAIN TIGHTLY SHUT, AS THE YOUTHFUL MUTANT STANDS PERFECTLY MOTIONLESS--!

AND THEN, WITH THE FORCE OF A *LIGHTNING BOLT,* HIS EYELIDS SNAP OPEN, AS A FRANTIC CRY ESCAPES HIS LIPS--!

NOW!

A PERFECT LAUNCH, SCOTT!!

NOW, QUICKLY, ANGEL-- FLY AFTER THEM, IN CASE THEY NEED HELP!

ZIP!

NO MATTER WHO IS ATTACKING US FROM THAT FORTRESS, HERE'S WHERE THEY LEARN THAT NOBODY PUSHES THE X-MEN AROUND!

BOBBY! THE ICE-SKIMMER IS WOBBLING DANGEROUSLY! YOUR DESIGN ISN'T AERODYNAMICALLY ACCURATE!

WADDAYA WANT FOR A TEN-SECOND JOB--A B-52??

THEY'RE GONNA FALL!!

HOLD ON! I'LL BE RIGHT THERE!!

THE SOONER THE BETTER, SON!

BUT, BEFORE THE WINGED WONDER CAN SEIZE HIS FALLING FRIENDS...

OOOOFF!

WHISST!

WHISST!

MECHANICAL TENTACLES!!! THEY JUST BARELY MISSED ME!

LOOK OUT, ANGEL!! SOMETHING'S CAUGHT US! DON'T LET IT GRAB YOU--!!

WE'RE BEING DRAWN INTO THE FORTRESS -- CAUGHT LIKE SITTING DUCKS!

ICEMAN! ARE YOU OKAY? IS ANYTHING HURT?

ONLY MY PRIDE, PARTNER!

I CAN'T TURN BACK NOW! MAYBE I CAN MAKE IT INTO THE FORTRESS WITH THEM!

WE'LL GET 'EM YET, FELLAS! I'M RIGHT BEHIND YOU--!

NO! TURN BACK, ANGEL!! YOU CAN'T DO ANYTHING ALONE! YOU'VE GOT TO BRING THE OTHERS!

SHAME ON YOU, BEASTIE! WANT ME TO LOSE MY SUPER HERO'S LICENSE??

BUT, SUDDENLY -- A GREAT GUSHER OF FLAME SHOOTS OUT OF THE NARROW OPENING...

-WHEW!- IF I'D BEEN A SECOND SLOWER, I'D HAVE HAD MY WINGS SINGED PERMANENTLY!

LOOKS LIKE THERE WAS MORE TRUTH THAN FICTION IN WHAT HANK SAID! I'D BETTER ZOOM BACK AND DO SOME BRAINSTORMING WITH THE OTHERS!

MEANWHILE, WITHIN THE STRANGE FORTRESS...

DEPOSIT THEM IN THE TRANSPARENT CAGE! GOOD! GOOD!

NOW WHAT??

I ASSUME YOUR QUESTION IS PURELY RHETORICAL!

THEY'RE COVERING THE TOP OF THIS CUBICLE WITH A SHEET OF SLIDING GLASS! -UHHH- -- TOO LATE TO STOP IT!

MAYBE WE'RE GONNA BE GIFT-WRAPPED, AND SHIPPED TO THE AVENGERS!

FORGIVE ME IF I DON'T CHORTLE OVER YOUR WOEBEGONE WISE-CRACK, LITTLE FRIEND!

OH, NO! NOW THEY'RE FILLING THIS THING ÷KOFF÷ WITH SOME KINDA GAS--!!

GETTING GROGGY ÷KOFF KOFF!÷ MUST BE -- SOME TYPE OF-- ÷KOFF÷ QUICK-ACTING SLEEPING VAPOR--!

WELL--IT SURE ISN'T--CHICKEN SOUP--÷UHHH÷...

IT IS DONE! THEY ARE ASLEEP!

IT WAS A SIMPLE MATTER TO DEFEAT THE INVADING HUMANS!

SO SHALL WE DEFEAT ANY AND ALL HUMANS WHO DARE TO DEFY THE SENTINELS!

THIS IS MADNESS! YOU CANNOT TAKE OVER THE MACHINES WHICH I HAVE CREATED!! YOU DON'T KNOW WHAT YOU'RE DOING--!

WE KNOW FAR MORE THAN YOU SUSPECT, DR. TRASK! DID NOT YOU YOURSELF CREATE US?

NO! I CREATED THE MASTER MOLD! ONLY HE CAN CREATE ADDITIONAL SENTINELS!

BUT, YOU WERE MADE FOR ONLY ONE PURPOSE--TO GUARD THE HUMAN RACE FROM MUTANTS! THAT IS YOUR ONLY DUTY!

WE CAN ONLY GUARD THE HUMAN RACE BY BECOMING ITS MASTER! HUMANS ARE TOO WEAK, TOO FOOLISH TO GOVERN THEMSELVES! HENCEFORTH, WE SHALL RULE!!

NO! YOU CANNOT ENSLAVE ALL OF MANKIND!!

WE HAVE THE POWER TO DO WHATEVER WE WISH! NOTHING CAN STOP US! NOW COME--!

WE SHALL TAKE YOU TO THE MASTER MOLD! YOU SHALL HELP HIM CREATE MORE SENTINELS! ENOUGH TO OVERRUN ALL OF THE UNIVERSE!!

WHAT HAVE I DONE?? WHAT UNTHINKABLE MENACE HAVE I UNLEASHED??

Read more FREE comics on ReadComicOnline

SECONDS LATER, HE WHO HAD BEEN THE MASTER, IS BROUGHT BEFORE THE ONE WHO HAS MADE HIM A HELPLESS SLAVE--!

BOLIVAR TRASK! I HAVE SUMMONED YOU TO SERVE ME! THOUGH YOU HAVE GIVEN ME THE POWER, I DO NOT POSSESS THE KNOWLEDGE TO CREATE OTHER SENTINELS! YOU SHALL DO IT FOR ME!

NO! NEVER! I CANNOT BETRAY THE ENTIRE HUMAN RACE! I'D RATHER DIE!

YOUR WISH SHALL BE INSTANTLY GRANTED, IF THE MASTER MOLD SO COMMANDS!

REMEMBER THE WEAPONS YOU HAVE GIVEN ME! I CAN DESTROY HALF YOUR NATION! REFUSE TO SERVE ME, AND YOU'LL BE RESPONSIBLE FOR THE CARNAGE THAT RESULTS!

YOU MEAN-- YOU'D ATTACK MANKIND ??!

MY SENTINELS AND I ARE NOT HUMAN! WE HAVE NO FEELINGS -- NO EMOTIONS! WE ARE CAPABLE OF ANYTHING!!

BUT -- THE X-MEN WILL FIGHT YOU! THEY'LL FIND SOME WAY TO DESTROY YOU ALL!

FOOL! DID YOU NOT CREATE US TO DESTROY THE X-MEN?!! WE ARE TOO POWERFUL! THEY WILL BE HELPLESS BEFORE US!

WE HAVE ALREADY CAPTURED TWO OF THEM! I SHALL STUDY THEM-- BEFORE I ORDER THEM DESTROYED!

Read more FREE comics on ReadComicOnline

MEANWHILE, OUTSIDE THE FANTASTIC FORTRESS AGAIN...

ICEMAN AND THE BEAST WERE *CAPTURED!!* I WAS TOO LATE TO SAVE THEM!

WE KNOW! WE WITNESSED THE ENTIRE TABLEAU!

YOU DID YOUR *BEST,* ANGEL! UNFORTUNATELY, YOU'RE NOT MADE OF *ASBESTOS!*

BUT, WHAT DO WE DO *HOW?* HOW DO WE *SAVE* THEM? HOW DO WE GET INTO THE FORTRESS?

GOOD QUESTION, JEAN! THEY SEEM TO HAVE ENOUGH BUILT-IN WEAPONS TO STOP AN *ARMY!*

AN ARMY, PERHAPS! BUT, WE ARE THE *X-MEN!* NO MILITARY FORCE ON EARTH CAN EQUAL OUR UNIQUE POWERS!

THOUGH I CANNOT *CONTROL* THE MECHANICAL BRAIN OF A SENTINEL-- I CAN STILL *STRIKE* IT WITH A BOLT OF PURE MENTAL ENERGY!

SOMEWHERE BEHIND THOSE WALLS, *SENTINELS* ARE OPERATING THE WEAPONS THAT GUARD THAT FORTRESS!

IF I *BLANK OUT* THEIR MINDS, I *NULLIFY* THEIR WEAPONS!

GREAT, PROFESSOR! IF YOU CAN DOUSE THOSE *RAYS,* WE CAN STRIKE BEFORE THEY KNOW IT!

EXACTLY! THE TIME HAS COME FOR ME TO BE AN ACTIVE *PARTICIPANT* IN OUR BATTLE! FIRST, I SHALL MENTALLY TRACE THE RAYS TO THEIR ORIGINAL SOURCE--!

WE'LL STAND *READY,* SIR! ONCE THOSE RAYS GO OUT, WE *MOVE!!*

SILENCE!! DO NOT MAKE A *SOUND!!* DO NOT MOVE A MUSCLE!!

I'VE TAPPED THE RAYS! I'M FOLLOWING THEM-- FOLLOWING-- *NOW!!*

AT THAT INSTANT, IN THE MASTER WEAPONRY CONTROL ROOM OF THE SENTINELS' FORTRESS...

OHHHH...

UNNNHHH...

AHHHH...

WHAT HAS BEFALLEN OUR GUNNERY SPECIALISTS??

THIS IS PASSING STRANGE! THEY HAVE BEEN AFFECTED BY SOME UNKNOWN, OUTSIDE SOURCE!!

OUR REPEL-GUNS AND RAYS MUST BE ATTENDED! THESE STRICKEN ONES MUST BE *REPLACED!*

YOUR WORDS HAVE MUCH SUBSTANCE! BUT, IT CANNOT BE DONE WITHOUT THE SECTION LEADER'S APPROVAL!

THERE WILL BE A DELAY, FOR WE DARE NOT VIOLATE OUR PROGRAMMED INSTRUCTIONS!

THEN THE SECTION LEADER MUST BE CONTACTED *AT ONCE!*

BUT, EVEN AS THE SENTINEL SPEAKS, HIS SECTION LEADER IS ATTENDING TO *OTHER* MATTERS...

FOLLOW ME! THE PRISONER HAS BEEN SUMMONED BY THE *MASTER MOLD!*

THUS, MOMENTS LATER...

PLACE THE SUBJECT UNDER THE MENTAL *PSYCHO-PROBE!*

DISOBEY ME, AND I GIVE THE ORDER TO ATTACK THE NEAREST CITY OF HUMANS!

NO, YOU *MUSTN'T!!* I-I'LL OBEY! I'LL *DO* IT!

THE PSYCHO-PROBE WILL MAKE THIS X-MAN REVEAL HIS EVERY INNERMOST SECRET! A SMALL ENOUGH PRICE TO PAY FOR SPARING AN ENTIRE CITY!

CLICK!

AND THEN AND THERE, UNDER THE IRRESISTIBLE INFLUENCE OF THE STRANGE PSYCHO-BEAM, THE CAPTIVE *BEAST* BEGINS TO SPEAK -- IN SLOW, EMOTIONLESS TONES...

I AM -- THE *BEAST!* I SERVE -- THE *X-MEN!* OUR MISSION -- PROTECT MANKIND -- FROM EVIL MUTANTS -- AND ANY OR ALL DANGERS -- THAT MAY BEFALL --!

THEIR MISSION -- *PROTECT* MANKIND!! HOW *WRONG* I WAS ABOUT THEM! WHAT DREAD *HARM* I'VE DONE --!!

BUT, EVEN AS THE BEAST RAMBLES ON --

IF ONLY THE *PROFESSOR* COULD BE WITH US!!

I *AM* WITH YOU -- FOLLOWING EVERY MOVE *MENTALLY!* *ALL* OUR POWERS WILL BE NEEDED FOR THIS ASSAULT!

LEVEL OFF, WARREN! SOON AS YOU'RE IN POSITION, I'LL USE MY OPTIC-BLAST POWER AGAINST THE FORTRESS!

LET'S HOPE IT *WORKS*, CYKE! IF NOT, THE PROF BETTER START RECRUITING A NEW TEAM, PRONTO!

LOOK! A RAY GUN.' IT'S POINTED RIGHT AT US!!

IT'S ALL RIGHT, JEAN! STAY BACK!! I'LL TAKE CARE OF IT!

BULL'S EYE! GOOD WORK, CYKE!

NO TIME FOR BACK-PATTING NOW, WARREN.' THIS'LL ROUSE ALL OF THEM.! EVERY SECOND COUNTS!

BWOP!

WHAT OF BOBBY-- AND HANK?? DO YOU THINK THEY--I CAN'T SAY IT!

THEN DON'T.! FEARING THE WORST WON'T HELP US NOW.!

EASY-- I SEE SOMEONE UP AHEAD!!

THEY WON'T TROUBLE US.! THEY'RE THE ONES THE PROF PUT OUT OF ACTION.!

BOY.! HE SURE IS A HANDY GENT TO HAVE AROUND.!

BOYS!! LOOK OUT!!

A SENTINEL.! EASY-- SEE WHAT HE DOES.!

HUMANS.! I WAS NOT PROGRAMMED TO EXPECT ADDITIONAL ONES.!

FOLLOW ME, AS I REPORT FOR NEW ORDERS.!

SECTION LEADER ONE WILL KNOW WHAT TO DO WITH YOU.!

CYKE-- WHY DON'T WE TRY TO PUT HIM OUT OF ACTION NOW, WHILE THE ADVANTAGE IS OURS?

NO.! HE'S ONLY A PAWN.! IT'S THE LEADER WE WANT.!

I-I HOPE YOU'RE RIGHT, SCOTT.!

HE'D BETTER BE RIGHT.!

YOU MADE THE RIGHT DECISION, SCOTT! BUT, ALWAYS REMEMBER, WITH THE PRIDE OF LEADERSHIP GOES THE WEIGHT OF RESPONSIBILITY! YOU MUST BE ABLE TO BEAR THEM **BOTH!**

I'LL DO MY BEST, SIR--BUT IT'S SURE GOOD TO KNOW YOU'RE MENTALLY MONITORING OUR PROGRESS!

WE'RE REACHING THE **END** OF THE PASSAGEWAY...!

MEANWHILE, UNDER THE PSYCHO-PROBE, THE BEAST CONTINUES TO TALK...

MY FATHER WAS--AN ORDINARY LABORER--AT AN ATOMIC PROJECT! I PROBABLY GAINED MY POWER--DUE TO RADIATION--WHICH AFFECTED HIM BEFORE I WAS BORN! I'LL NEVER--KNOW FOR SURE!

ONE DAY--HE LOST HIS JOB--AND SO WE MOVED--TO ANOTHER CITY--

"THE NEIGHBORHOOD BULLIES--PICKED ON ME--BECAUSE I WAS A NEW ARRIVAL--AND ALSO--BECAUSE OF MY ANTHROPOID PHYSIQUE! BUT, I MYSELF--DID NOT YET SUSPECT--THE **POWERS** I POSSESSED--!

BEAT IT, UGLY! IF YOU WANT SOMEONE TO PLAY WITH, GO FIND YERSELF ANOTHER MONKEY!

GOWAN, CHARLIE--**PASTE** 'IM ONE!

HEY! WHAT **GIVES??** I CAN'T NAB 'IM! HE HOPS AROUND LIKE A **JUMPIN' BEAN!**

STAND STILL! I **DARE** YA!! STAND STILL--JUST FOR A **MINUTE!**

YOU AREN'T GOING TO HIT **ME!**

"LIKE MOST YOUNG BOYS--I COULDN'T RESIST A DARE--AND SO--

THERE! **THAT'LL** TEACH YOU--! **HEY!**

I CAN'T **STOP** IN TIME!

SCREETCH!

LOOK OUT FOR THAT **CAR!!** **LOOK OUT!!!**

"AND THAT WAS--WHEN I FIRST REALIZED--I POSSESSED POWERS--GREATER THAN ANY NORMAL HUMAN--!"

WHA-WHAT **HAPPENED** TO HIM?? WHERE'D HE **GO??**

D-DID YOU SEE **THAT??!**

BUT, AFTER THAT-- IT WAS NO BETTER! WHERE THEY HAD ONCE MADE *FUN* OF ME -- NOW, THEY *FEARED* ME --! I BECAME -- LONELIER THAN EVER --

FORGIVE INTERRUPTION! *EMERGENCY!* RAY GUNS PUT OUT OF ACTION! REQUEST INSTRUCTIONS!

WHAT??! THERE MUST BE *MORE* MUTANTS IN OUR MIDST!! PREPARE FOR *COMBAT* ACTION!

FOLLOW ME! MUTANTS ARE OUR NATURAL ENEMIES! THEY MUST BE FOUND AND *DESTROYED*, WHEREVER THEY EXIST! WE ARE ALL SO PROGRAMMED!

THEY SHALL NOT ESCAPE US!

WHILE, JUST A FEW HUNDRED YARDS AWAY...

ICEMAN!! IMPRISONED IN SOME SORT OF A GLASS CUBICLE!!

SCOTT!! WARREN!! IN THERE --LOOK!

BOBBY IS THERE!! BUT--WHERE'S THE *BEAST* ??

WE'VE GOT TO GET HIM *OUT* OF THERE!

STOP! YOUR ORDERS WERE TO *FOLLOW ME!*

ANGEL!! WHAT'S HE GOING TO *DO??*

IT DOESN'T *MATTER*, JEANNIE! I WON'T GIVE HIM THE *CHANCE!*

I'VE BEEN *ITCHIN'* TO DO THIS SINCE WE *GOT* HERE!

WHAP!

WE *MUST* STOP HIM-- FOR *BOBBY'S* SAKE!

WARREN'S PUNCH SHOOK HIM UP, BUT DIDN'T TOPPLE HIM! NOTHING SHORT OF A *BATTERING RAM* COULD DO THAT!

BUT, IF I CAN MOVE HIS LEGS FAR ENOUGH TO HURL HIM OFF-BALANCE WITH MY TELEKINETIC POWER!

I *DID* IT!

WHOOM!

AND, EVEN AS THE UNHUMAN LEVIATHAN FALLS...

CRACK!

BOBBY'S BEEN *GASSED!* HE'S GOT TO HAVE *AIR* --AS SOON AS POSSIBLE!!

IT WORKED! HE'S COMING AROUND NOW!

WHOOO-EEE! MY POOR, ACHIN' HEAD!

BOBBY--THE *BEAST*--WHAT *HAPPENED* TO HIM??

I DON'T *KNOW!!* I CAN'T REMEMBER--!!

THEY MUST HAVE TAKEN HIM AWAY WHILE YOU WERE UNCONSCIOUS! BUT, IF *YOU'RE* STILL ALIVE, THEN THERE'S HOPE--!

WHERE ARE THE *OTHERS?* HOW LONG WAS I OUT? HOW ABOUT CLUIN' A GUY IN??

WE'LL HAVE TO FILL YOU IN AS WE GO ALONG, BOBBY! EVERY SECOND MAY BE VITAL NOW!

THEN, AS IF TO EMPHASIZE THE GRAVITY OF MARVEL GIRL'S REMARK...

LISTEN! BELLS RINGIN'! ALL *OVER* THE PLACE!

IT'S A *WARNING SYSTEM!* I FLEW BACK TO *TELL* YOU!

CLANG! CLANG! CLANG! CLANG!

THE WHOLE FORTRESS IS ON THE *ALERT!*

BUT, IN THE VAST CHAMBER OF THE *MASTER MOLD*, ALL IS CALM, AS THE TITANIC UNHUMAN LISTENS TO THE BEAST'S TALE...SECURE IN THE KNOWLEDGE OF HIS OWN POWER AND INVULNERABILITY...!

AND THEN YOU WON A SCHOLARSHIP TO COLLEGE! NOW, CONTINUE YOUR BIOGRAPHY--!

BUT *WAIT!!* WHAT ABOUT THE *ALARMS* THAT JUST WENT OFF?

MY *SENTINELS* WILL HANDLE ANY EMERGENCY! I NEED FEAR *NOTHING!* I AM *SUPREME!*

AS YOU WELL KNOW--FOR YOU *CREATED* ME THIS WAY!

"I EXCELLED--AT EVERYTHING! SCHOLASTICALLY--I WAS HEAD OF MY CLASS! AND--IN SPORTS--I WAS UNBEATABLE--!

COMPARED TO MY AGILITY, THEY'RE LIKE *STATUES!*

"BUT, MY OWN NATURAL ENTHUSIASM--GOT THE BETTER OF ME--ONE DAY! AFTER SCORING A GOAL --I KICKED OFF MY SHOES--AND LEAPED FOR THE GOAL POST--!

WE *DID* IT! WE WON THE CONFERENCE *CHAMPIONSHIP!*

McCOY!! GET *DOWN* FROM THERE!

LOOK AT *McCOY!!* HE'S LIKE A *BEAST!!*

NOBODY CAN DO THAT!! NOBODY *HUMAN!*

"THE NAME *BEAST*--STUCK TO ME! BUT--WORSE THAN THAT--THE *SUSPICIONS* STARTED FORMING--SUSPICIONS THAT I WASN'T--COMPLETELY *HUMAN*--!

"BUT--LUCKILY FOR ME--A VERY UNUSUAL PERSON--BECAME INTERESTED--IN THE WRITEUP ABOUT ME--!

EXTRA — ALUMNI NEWS — EXTRA

"BEAST" FLEES FOOTBALL FIELD! REFUSES TO ANSWER NEWSMEN'S QUESTIONS ABOUT HIS ALLEGED "POWERS"!

"BEFORE LONG, WE HAD--A VERY SPECIAL GUEST--TO DINNER!"

HENRY McCOY!! MIND YOUR MANNERS!!

HAVE YOU FORGOTTEN WE HAVE *COMPANY??*

IT'S ALL RIGHT, MRS. McCOY! I'M ANXIOUS TO OBSERVE YOUR SON UNDER ALL CONDITIONS!

JUST WHAT *DO* YOU WANT WITH HANK, MISTER?

HE MAY SEEM STRANGE TO OTHERS, BUT HE'S A GOOD BOY --DO YOU HEAR?

WE'RE TERRIBLY *PROUD* OF HENRY--DESPITE *OTHER* PEOPLE CALLING HIM--A *FREAK!*

THAT'S WHY *I'M* HERE! YOUR SON CAN GO THRU LIFE AS A "*FREAK*"--OR A *BENEFACTOR* OF THE HUMAN RACE! THE CHOICE IS *YOURS!*

I WANT TO TAKE HIM--AND *TRAIN* HIM--!

MEANWHILE, ACROSS THE CHASM FROM THE SENTINELS' FORTRESS, PROFESSOR XAVIER, MENTALLY SCANNING THE AREA, SUDDENLY GASPS WITH ALARM...

HANK CANNOT *HELP* HIMSELF! UNDER THAT PSYCHIC PROBE HE'S TELLING *TOO MUCH!*

I'VE GOT TO *STOP* HIM, BEFORE HE GIVES AWAY TOO MANY OF OUR SECRETS!

ALTHOUGH I'M CONFINED TO THIS CHAIR -- WHICH, LUCKILY, JEAN LEVITATED FROM WHERE IT HAD FALLEN BELOW -- I'VE GOT TO TAKE A DESPERATE GAMBLE--!

I'LL SEND MY INVISIBLE *ASTRAL IMAGE* TO WHERE HANK IS! IT'S THE ONLY THING THAT CAN HELP NOW!!

BEING UNSOLID, *NOTHING* CAN PREVENT MY ENTERING *ANY* PLACE I CHOOSE!

WE MUST *FIND* THAT MUTANT *LEADER* MY CAPTIVE HAS MENTIONED!! FIND HIM -- AND IMMEDIATELY *DESTROY HIM!*

I DIDN'T GET HERE A SECOND TOO SOON!

THOUGH I CAN ACCOMPLISH NO *PHYSICAL* ACTS WHILE IN MY ASTRAL FORM, I CAN *MENTALLY* FOCUS MY BRAIN WAVES AND BOMBARD HANK'S MIND WITH SHARP THOUGHT PARTICLES THAT WILL TEMPORARILY DEADEN HIS OWN THOUGHTS!

NOW, NOT EVEN THE PSYCHO-PROBE CAN GET ANY INFORMATION OUT OF HIM ANY MORE!

TRASK!! WHY DID HE STOP SPEAKING -- JUST WHEN HE WAS ABOUT TO REVEAL THE X-MEN'S *HIDEOUT??*

I DON'T *KNOW!!* EVERYTHING SEEMS TO BE WORKING PROPERLY!

REMEMBER! IF I DO NOT GAIN THE INFORMATION I SEEK, A *CITY* SHALL PERISH!

BUT THEN, THE BRILLIANT LEADER OF THE X-MEN TAKES A DESPERATE CHANCE--!

I'VE GOT TO PROBE THE MECHANICAL BRAIN OF THE *MASTER MOLD* HIMSELF--NO MATTER WHAT THE COST!

JUST AS I THOUGHT! A VAST COMPLEX OF ELECTRONIC CIRCUITRY!

A STRANGE FORCE--I FEEL IT SCANNING MY THINKING APPARATUS!!

THERE IS SOMETHING HERE!! A MENACING PRESENCE! I *SENSE* IT! I *FEEL* IT! BUT I CANNOT *SEE* IT!

YET, I AM EQUIPPED WITH WEAPONS FOR *ANY* TYPE OF ATTACK!

AND THEN, WITH DAZZLING, TOTALLY UNHUMAN SPEED...

MICRO-ELECTRIC BLASTS--LEAPING FROM HIS FINGERS! THEY'RE FILLING THE ENTIRE CHAMBER! I CANNOT DODGE THEM!

MY ASTRAL-IMAGE IS COMPOSED OF ELECTRIFIED THOUGHT WAVES!! IT CAN BE *HARMED* BY THE MASTER MOLD'S MICRO-ELECTRIC ATTACK!

I'VE GOT TO RETURN TO MY BODY--BEFORE THE BOLTS WEAKEN ME TOO MUCH!

IF I SHOULD BE *UNABLE* TO ONCE AGAIN *REJOIN* MY PHYSICAL SELF, THEN MY FLESH-AND-BLOOD BODY WOULD BE CONDEMNED TO REMAIN IN A TRANCE--*FOREVER!*

JUST ANOTHER FEW FEET--I'VE GOT TO MAKE IT!! I'VE *GOT* TO!!

BUT, AT THAT VERY MOMENT, THE SEARCHING SQUAD OF SENTINELS *FINDS* ITS PREY--!

MUTANTS!! OUR SWORN ENEMIES!! *DESTROY THEM!*

SHOW THEM NO QUARTER! ATTACK! *ATTACK!*

UH OH! THE HAPPINESS BOYS ARE BACK!

HOW DOES ANYONE AS BIG AS THEM *MOVE* SO FAST??!

WE NEED TIME-- TO FORMULATE A PLAN! QUICK, BOBBY-- AN *ICE SHIELD!*

THOOM

THIS MAY GIVE US A *BREATHER,* CYKE-- BUT IT WON'T HOLD *THEM* OFF FOR LONG!

IT DOESN'T *HAVE* TO! WE JUST NEED TIME TO GET OUR WITS TOGETHER! *ANGEL,* SEE IF YOU CAN FLY JEAN TO SOME PLACE OF SAFETY!

NOT ON YOUR *LIFE,* SCOTT! I'LL SEE THIS *THRU* WITH YOU-- TO THE VERY *END!*

WHY'S IT SO *QUIET* BACK THERE?? WHAT ARE THEY COOKING UP *NOW?*

AND, IN ANSWER TO ICEMAN'S QUESTION--!

USE THE PROPULSION POWER BUILT INTO THE SOLES OF YOUR FEET-- THEN *STRIKE!*

PREPARE FOR FINAL DESTRUCTIVE ACTION!!

Read more FREE comics on ReadComicOnline

BAK-KOWW!

LOOK OUT!! HE CRASHED THRU!

THWIPP!

ZINGO! YOU GOT 'IM, CYKE! TERRIFIC!

BUT THERE ARE OTHERS, FOLLOWING!

IT'S BEEN NICE KNOWIN' YOU, GUYS!

THEN, BEFORE THE YOUTHS CAN MAKE ANOTHER MOVE, THE ADVANCING SECTION LEADER ACTIVATES A BUTTON ON HIS CHEST PLATE, AND...

THERE SHALL BE NO MUTANTS !!!

CAN'T STAY ALOFT ANY LONGER!! WINGS GETTING HEAVY AS LEAD--FALLING--!

WHOOO--!! I FEEL LIKE THE FLOOR IS PULLING ME DOWN--!

CAN'T MOVE! THEY--USED A HEAVY GRAVITY RAY--!

THEN--WE'RE FINISHED--?!!

AND, AS THE NOW HELPLESS X-MEN SINK SLOWLY TO THE FLOOR--!

IF WE CAN DEFEAT THE X-MEN SO EASILY, THE REST OF MANKIND--WITHOUT MUTANT POWERS--WILL BE ABLE TO OFFER ALMOST NO RESISTANCE!

THEREFORE, I NOW COMMAND YOU TO CREATE AN ARMY OF NEW SENTINELS FOR ME!

AN ARMY OF THOUSANDS!!

NO! I WON'T! IT WILL MEAN THE END OF MANKIND HERE ON EARTH!!

I HAD WANTED TO HELP HUMANITY--TO FIGHT THE MUTANTS!! WHAT A FOOL I WAS!! WHAT A BLIND--DANGEROUS FOOL!

SEIZE HIM!! HE SHALL NOT REFUSE US--FOR LONG!!

NEXT ISSUE! YOU'LL ACTUALLY WITNESS THE CREATION OF A SENTINEL--AS WELL AS ONE OF THE MOST THRILLING STORY ENDINGS YOU'VE EVER GASPED AT! YOU'LL SEE THE X-MEN, MENACED BY TRASK'S UNHUMAN CREATIONS ON THE ONE HAND, AND THEIR OWN INHERENT WEAKNESSES ON THE OTHER! EVEN IF YOU'RE NOT A MUTANT, YOU MUSTN'T MISS IT! 'NUFF SAID!

MINUTEMEN

Blunt

Brian Azzarello